

**AMENDMENT NO. 5 TO**  
**BAY AREA AIR QUALITY MANAGEMENT DISTRICT**  
**CONTRACT NO. 2020.101**

This amendment to the above-entitled contract ("Contract Amendment") is dated, for reference purposes only, October 3, 2022.

**RECITALS:**

1. The Bay Area Air Quality Management District ("DISTRICT") and **ClearSparc** ("CONTRACTOR") (hereinafter referred to as the "PARTIES") entered into the above-entitled contract for software architecture, design, development, build and release management services for DISTRICT's air quality permitting and compliance system (the "Contract"), which Contract was executed on behalf of CONTRACTOR on May 13, 2020 and on behalf of DISTRICT on June 3, 2020.
2. The PARTIES entered into Amendment No. 1 to the Contract, dated November 16, 2020, for reference purposes only, to amend the total maximum cost of the Contract.
3. The PARTIES entered into Amendment No. 2 to the Contract, dated April 15, 2021, for reference purposes only, to amend the term and total maximum cost of the Contract.
4. The PARTIES entered into Amendment No. 3 to the Contract, dated September 23, 2021, for reference purposes only, to amend the total maximum cost of the Contract.
5. The PARTIES entered into Amendment No. 4 to the Contract, dated April 27, 2022, for reference purposes only, to amend the term and total maximum cost of the Contract.
6. The PARTIES seek to amend the total maximum cost of the Contract because the DISTRICT seeks to have CONTRACTOR continue to provide the services prescribed in the Contract, and CONTRACTOR desires to continue to provide those services.
7. In accordance with Section 29 of the Contract, DISTRICT and CONTRACTOR desire to amend the above-entitled Contract as follows:

**TERMS AND CONDITIONS OF CONTRACT AMENDMENT:**


1. By this Contract Amendment, DISTRICT and CONTRACTOR amend Paragraph C of Section 9, "Agreement to Provide Services," of the Contract to replace "\$3,308,187" with "\$3,856,920."

2. DISTRICT and CONTRACTOR agree that all other terms and conditions of the Contract shall remain in full force and effect.

IN WITNESS WHEREOF, the PARTIES have caused this Contract Amendment to be duly executed on their behalf by their authorized representatives.

BAY AREA AIR QUALITY  
MANAGEMENT DISTRICT

CLEARSPARC

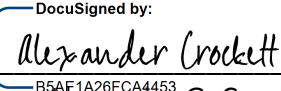
By:   
Sharon Landers  
Interim Executive Officer/APCO

Date: 10/29/2022

By:   
Jonathan Roselle  
Chief Executive Officer

Date: 10/25/22

Approved as to form:  
District Counsel

By:  10/26/2022  
Alexander G. Crockett  
District Counsel